

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

MAGTEN ASSET MANAGEMENT
CORPORATION and LAW DEBENTURE
TRUST COMPANY OF NEW YORK,

Plaintiffs,

V.

NORTHWESTERN CORPORATION,

Defendant.

C.A. No. 04-1494-(JJF)

RE: D.I. 94

MAGTEN ASSET MANAGEMENT CORP.,

Plaintiff,

V.

MICHAEL J. HANSON and ERNIE J. KINDT,

Defendants.

C.A. Action No. 05-499 (JJF)

RE: D.I. 121

SECOND STIPULATION AND (PROPOSED) ORDER TO AMEND RULE 16 SCHEDULING ORDER

All of the parties to the above-captioned actions, by and through their undersigned counsel and subject to the approval of the Court, hereby stipulate and agree to amend the (consolidated) Rule 16 Scheduling Order (D.I. 94 and 219 in C.A. No. 04-1494; and D.I. 121 and 256 in C.A. No. 05-499), as follows:

A. Paragraph 5 is hereby amended to change the date for serving and filing dispositive motions from November 21, 2007 to November 30, 2007 and to modify the briefing schedule for any such motions, with (i) answering briefs in response to any case dispositive motion to be served and filed no later than 2:00 p.m. Eastern Time on December 21, 2007; and (ii) reply briefs to be served and filed by January 14, 2008.

B. The dates and times for the Pretrial Conference and the Trial will remain as set forth in the Order dated July 18, 2007 amending the Rule 16 Scheduling Order (D.I. 219 in C.A. No. 04-1494; and D.I. 256 in C.A. No. 05-499).

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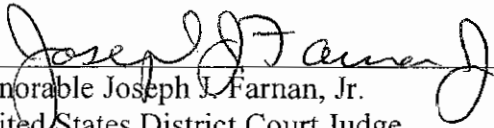
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SO ORDERED this 19 day of October, 2007.


Honorable Joseph J. Farnan, Jr.
United States District Court Judge